

October 5, 2012

The Honorable Ikaika Anderson, Chair and Members of the Zoning and Planning Committee 530 S. King Street, Room 202 Honolulu, HI 96813

Re: Bill 65 (2012) - To Adopt the Revised 'Ewa Development Plan

Dear Chair Anderson and Members of the Zoning and Planning Committee:

HASEKO Development, Inc. ("Haseko") is respectfully requesting the City Council's addition and approval of Haseko's minor amendments to Section 3.8 of the final revised draft of the 'Ewa Development Plan ("DP"). Haseko's proposed amendments to Section 3.8 were filed with the Planning Commission on June 22, 2012, a copy of which is attached. These proposed amendments include four (4) pages that were inadvertently omitted from Department of Planning memo to the Planning Commission on the Proposed Revised Ewa Development Plan and Adopting Ordinance dated June 19, 2012 (Communication D678E, Attachment 4, as referenced in Committee on Zoning and Planning Special Meeting Agenda, October 10, 2012).

Haseko has consulted with staff at the Department of Planning and Permitting ("DPP") to discuss its proposed amendments. Haseko's proposed amendments make no substantive changes to DPP's proposed amendments that DPP formally sent to the Planning Commission in October 2011. Haseko is simply adding the option of developing a lagoon. The lagoon is a compatible use that does not prevent others from developing a marina in the distant future.

The amendments proposed by Haseko were not submitted to DPP in time for incorporation into the department's October 2011 official 'Ewa DP amendment package to the Planning Commission. Nonetheless, Haseko's proposed revisions were forwarded by DPP to the Planning Commission and were discussed at the same time as the department's other 'Ewa DP amendments, at the Planning Commission's June 27, 2012 meeting. There was overwhelming community support for the proposed amendments as evidenced by Haseko's testimony and the approximately 200 support letters presented to the Planning Commission. Neither DPP nor the Planning Commission had any objections to Haseko's proposed amendments.

The requested DP amendments provide the option of developing a recreational waterfront project featuring a lagoon, without precluding the eventual development of a marina. With respect to proposed uses, Haseko intends to accommodate industrial mixed uses in place of the Marina

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Industrial Area shown in the current DP. This use, along with the planned commercial and visitor accommodations, can support both a lagoon and a marina if one is eventually constructed.

Haseko's current circumstances and proposed DP amendments reflect an effort to adapt to a changing world and evolving economic, physical, social and environmental issues and concerns.

The economy has undergone significant changes in the more than twenty years since a marina development in 'Ewa was first envisioned as a job creator. Today, having considered its options in achieving its goal of creating a vibrant waterfront community, Haseko believes that a lagoon is the more appropriate means of reaching this goal. However, Haseko recognizes that twenty years from now the economic picture could shift and favor development of a marina once again. For these reasons, Haseko believes that its requested DP amendments to allow a lagoon as an option now are appropriate.

The evolution of our project has been a long one. Some may remember that the project was conceived by the Estate of James Campbell, which first put forth the concept of a marina on the 'Ewa Plain half a century ago. Several other developers attempted to make this idea a reality before Haseko acquired the project in 1988.

Since then, Haseko has provided just over 3,000 homes in Ocean Pointe and Hoakalei, along with community facilities such as parks, lands for a new elementary school, child care center and fire station, plus millions in public infrastructure improvements benefiting 'Ewa Beach as a whole.

There's no question that Haseko intended to develop a marina. The company invested millions upon millions of dollars trying to make that happen. However, despite the tremendous amounts of time, money and effort expended in obtaining the necessary marina development permits, various factors kept the marina from moving forward.

Ongoing legal challenges, contested cases and court appeals to permits and other governmental approvals have resulted in lengthy development delays and even outright work stoppage. Additionally, project opponents have already announced their intent to file a lawsuit over the construction of the entrance channel required for a marina, and the most recent state permit that was granted for the marina is under appeal right now.

Another major factor that has prevented the marina development from proceeding is the changing economy and lack of sustainable market demand for a marina. When Haseko began the entitlement process for the marina over 20 years ago, the company anticipated that a viable market would blossom in time to make the marina a success. Unfortunately, that has not happened. If a market did exist, every market-priced slip at Ko Olina would be filled. Instead, more than 25% are still vacant. The reality is only heavily-subsidized government slips are in demand.

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As our development approached the marina district, we knew we had a difficult decision to make: so long as we could not commit to a completion date for the marina, no hotel operators or commercial enterprises would be willing to risk coming to Hoakalei. If those entities don't come, the work stops and workers would lose their jobs. After investing so much time, effort and money into making the marina a reality, the sobering prospect of having to lay off hundreds of people dependent on our project for their livelihoods convinced us that we had to find another way to keep the project moving forward so people could remain employed and the project could continue to generate economic benefits for the region.

Thus began our search for an alternative way to provide residents and the community with a waterfront resort lifestyle similar to what was originally envisioned that would NOT require touching the ocean. After all, the basin is already there. One thing residents over the years have asked for is a safe place to swim. So our waterfront experts considered the design possibilities and suggested a lagoon with protected swimming coves created out of fast lands. To test the viability of the idea, we met with major hotel and resort operators to find out what was more appealing to them — a marina or a lagoon with protected swimming areas. None were interested in a marina at all — they unanimously chose the lagoon. The revelation made the company wonder — why fight for something that very few appeared to want?

We also commissioned local economist Paul Brewbaker to do an economic study to see if the lagoon would be able to provide similar benefits as the marina – and found that not only is it comparable from an economic standpoint, but the lagoon also provides a far greater public recreational benefit.

It soon became clear: the uncertainty about whether a marina could ever be built given the opposition and permit challenges meant that in order to complete the project and provide residents with a waterfront lifestyle, Haseko had no other viable option but to focus on a waterfront project featuring a lagoon instead of a marina. The change allows the project to continue to move forward, keeps people employed, and is already attracting interest from numerous hotel and time-share operators.

Haseko's position is NOT that there will never be a marina, but quite simply, for the foreseeable future, we do not believe there is a market to *sustain* a marina in the long run. Nothing we are doing now will prevent someone else from permitting and constructing a marina at Hoakalei in the future.

Based on timing delays and the economy's lack of support for a marina development, the real issue then, is not a marina vs. a lagoon. The bottom line is right now – it's a lagoon or nothing.

Over the years, the marina development was indeed expected to be a generator of both jobs and tax revenues for the region. However, if a marina were to be built today when there is no sustainable market for boat slips, what jobs and economic benefits could be created? The answer, according to Mr. Brewbaker, is very little, if any at all.

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Unlike the marina, the lagoon will not require breaching the shoreline. Haseko intends to take the opportunity to create a continuous public pathway that will connect the City's One'ula Beach Park to White Plains Beach. This nearly 1.5 mile long shoreline access, together with public access to the lagoon, promenade, cultural and archaeological sites and commercial activity areas of our waterfront project, will present a vibrant recreational resource that is attractive and open to the broader community. This in turn will provide the increased traffic needed to support the commercial and mixed use activities envisioned for the Hoakalei waterfront, resulting in a true job and economic generator for the region and the City.

We've already taken the first steps to update our entitlements to reflect the lagoon as the focal point of our project – and anticipate completing the permitting and environmental review processes in time to open the west side of the lagoon to the public in 2015.

We believe that a waterfront mixed use project around a recreational lagoon will be a dynamic attraction for residents, the community at large and visitors to enjoy, and will be sustainable for years to come.

Very truly yours,

Sharene Saito Tam Vice President

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Attachment:

Testimony to Planning Commission dated June 22, 2012 with Proposed amendments to 'Ewa-DP Section 3.8



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June 22, 2012

Ms. Gayle Pingree, Chair and Members of the Planning Commission City and County of Honolulu 650 South King Street, 7th Floor Honolulu, Hawaii 96813

Re:

'Ewa Development Plan

Ocean Pointe / Hoakalei Resort

Dear Chair Pingree and Members:

Good afternoon, Chair Pingree and Commissioners. My name is Sharene Saito Tam, Vice President of HASEKO Development, Inc., an affiliate of HASEKO (Ewa), Inc. I have been authorized to represent HASEKO (Ewa), Inc. ("Haseko") in this proceeding.

Haseko is respectfully requesting the Planning Commission's favorable consideration of minor amendments to Section 3.8 of the final revised draft of the 'Ewa Development Plan ("DP").

Haseko has consulted with staff at the Department of Planning and Permitting ("DPP") to discuss our proposed revisions, which make no substantive changes to DPP's proposed amendment. We are simply adding the option of developing a lagoon. It is a compatible use that does not prevent others from developing a marina in the distant future.

Haseko believes that its requested 'Ewa DP amendments do not conflict with the City's General Plan (GP), specifically Sec. VII Physical Development and Urban Design Objective C Policy 6. This policy calls for the 'Ewa Marina Community to provide "a major marina and a related mari-time commercial center containing light-industrial, commercial, and visitor accommodation uses."

Haseko's requested DP amendments do not conflict with this GP policy because providing for the development of a recreational waterfront project featuring a lagoon does not preclude the eventual development of a marina. With respect to proposed uses, Haseko infends to

accommodate light industrial and industrial mixed uses in place of the Marine Industrial Area shown in the current DP. These uses, along with the planned commercial and visitor accommodations can support both a lagoon and a marina if it is eventually constructed, and importantly, are all in line with the zoning uses listed under the current GP.

One of the major objectives of the General Plan is to promote job creation in the 'Ewa region. In order to reach these objectives, the GP is considered to be a dynamic document that reflects a changing world and evolving economic, physical, social and environmental issues and concerns. Therefore, its effectiveness as a long-term planning guide depends upon the ability to recognize, and appropriately respond to, those evolving issues. Haseko's current circumstances and proposed DP amendments reflect an effort to adapt to such changing times.

The economy has undergone significant changes in the more than twenty years since a marina development in 'Ewa was envisioned as a job creator and incorporated into the GP. Today, having considered its options in achieving its goal of creating a vibrant waterfront community while meeting the objectives of the GP, Haseko believes that a lagoon is the more appropriate means of reaching these goals. However, Haseko recognizes that twenty years from now the economic picture could shift and favor development of a marina once again. For these reasons, Haseko believes that its requested DP amendments to allow a lagoon now are consistent with the GP, and that there is no conflict.

For two decades, Haseko's conceptual Master Plan has featured a marina as the focal point of its vision for a vibrant waterfront resort community dedicated to healthy living, wellness and native Hawaiian culture. As initially envisioned, the marina included 1,500 boat slips around which 4,850 residential units, a golf course, hotel and/or timeshare accommodations, and various commercial uses would be constructed.

However, although some 3,000 residential units have been completed, global events have dramatically affected the way people view the world and the way they want to live. In recognition of emerging economic, social and cultural trends and conditions, Haseko initiated a re-examination of how best to achieve its dynamic waterfront vision for Hoakalei in a viable, more timely and efficient manner.

As part of that effort, Haseko commissioned an economic study by Paul Brewbaker of TZ Economics, which reviewed a) the economic impact of the Hoakalei development in the aftermath of the 2008-2009 recession, and b) how the development contributes to the City's and the State's transition to sustainable economic expansion. In concert with that study, Haseko also met with waterfront designers, potential hotel operators and, most importantly, with current and future residents, neighbors and community organizations to learn what amenities/features would be most appreciated.

It became clear that a change in course would better serve both the community and the company.

Those efforts have resulted in a refined vision for Hoakalei that now features a recreational lagoon instead of a marina and associated maritime complex. Instead of being limited to boat owners renting slips or using a launch ramp, a lagoon will open up recreational opportunities to much more diverse groups of people – from families and sunbathers looking for a calm, safe place to swim, to those who can safely kayak, canoe and stand-up paddle board without the danger of motorboats or jet skis. A lagoon will provide greater benefits to the public and be utilized by a much larger segment of the community.

While the recreational lagoon has replaced the marina in our master plan, the other core elements of Haseko's vision remain the same. Surrounding the lagoon will be public parking, restrooms and showers; archaeological preservation areas; a cultural center to help perpetuate the native Hawaiian culture; a mile-long promenade that will wind around the waterfront and through the mixed-use waterfront district with its retail and dining opportunities, a flagship hotel with up to 950 hotel/timeshare units and related amenities including a wellness center and spa.

As noted in the Brewbaker study, "public policy-makers should recognize that Hoakalei Resort is unique among recent resort developments in explicitly pursuing a commercial strategy based on the *maximization* of the public goods benefit that its lagoon, shoreline, and cultural and archaeological amenities will provide to the public." The vision is now refocused on the establishment of a more family-oriented ambience for both residents and visitors.

Haseko is committed to providing public access to its lagoon, promenade, cultural and archaeological sites, and commercial activity areas. Not only will this provide a broader, more integrated recreational asset to the 'Ewa and West O'ahu communities, but at the same time, will enhance the waterfront commercial and activity-oriented businesses planned for that area.

In addition to the significant value added by the proposed public access, Mr. Brewbaker's economic analysis has also shown that a lagoon would generate comparable City and State tax revenues and employment creation as a marina. In other words, as was the case for the marina twenty years ago, the lagoon is presently envisioned to serve one of the major objectives of the GP, namely the creation of jobs in the 'Ewa region.

On balance, it is Haseko's belief that the lagoon will add greater value to the community when compared to a marina. As Haseko has also learned during its re-evaluation, a lagoon is viewed as a more attractive feature to potential resort and commercial partners.

The decision to pursue development of a lagoon was not an easy one. But it's a decision that will enable Haseko to realize its vision of a truly dynamic recreational waterfront community within the next four years and eliminate the need to breach the shoreline.

As the Brewbaker study concludes "the *sooner* the remaining aspects of the Hoakalei Resort development project get underway, the *greater* their positive multiplier impacts as the project absorbs unemployed labor and construction resources and puts underutilized financial capital into productive development".

Haseko has, in recent months, discussed the recreational lagoon concept with various entities and individuals, including the 'Ewa Neighborhood Board, the Hoakalei Cultural Foundation, members of the Ocean Pointe and Hoakalei Resort Community Associations, staff of the DPP, members of the Honolulu City Council, and State legislators who represent the area. The reaction has been extremely positive. Haseko is continuing its outreach to inform the community about its current plans.

There have been published comments on perceived failures by Haseko to fulfill any of the commitments it has made in exchange for obtaining prior governmental approvals. The implication was that promises were made to get community support for its project, and that Haseko has not met the conditions of its Unilateral Agreement ("UA"). Those comments contained inaccuracies that were misleading and a real disservice to the efforts of the many 'Ewa Beach residents who have been working hard to enhance their community from the early 1990s through today.

This Unilateral Agreement, dated November 29, 1993, is a legal document tied to land use approvals and development of the land. It remains in full effect today. Haseko has complied with legal requirements and regularly files status reports with the City.

As demonstrated in the latest UA status report to the Department of Planning and Permitting, Haseko has largely complied with the substantive requirements contained in the UA. For those remaining conditions that have not yet been fully addressed, the report describes Haseko's continuing efforts to work with the responsible governmental agencies toward full compliance.

Further, once the Development Plan amendments are approved, it will be necessary for Haseko to pursue other land use approvals from the City and the State. Undoubtedly, these future requests will involve an overall governmental review of Haseko's compliance with the conditions of the UA and other prior approvals.

We wish to emphasize that Haseko's relationship with the community is not confined to the UA. Over the past 30 years, Haseko has made significant investments in area schools and provided financial support for numerous community organizations.

Finally, in support of the requested Development Plan amendments, Haseko believes that there is a much larger public benefit with a recreational lagoon. As noted in the Brewbaker report, Oʻahu and 'Ewa Beach will have a recreational resource that is unprecedented in Hawai'i. This, we believe, has a higher and larger benefit for our residents and generations to come.

Very truly yours,

Sharene Saito Tam Vice President

Attachment:

Proposed amendments to Section 3.8

cc with attachment:

Department of Planning and Permitting Angela Fong, Morihara Lau & Fong LLP

3.8 OCEAN POINTE/HOAKALEI

Ocean Pointe/Hoakalei's development is guided by the Ocean Pointe/Hoakalei Urban Design Plan approved by the Department of Planning and Permitting in August 2008 and by land use, environmental, and design requirements included in the Special Management Area Use Permit and in the Unilateral Agreements attached to the zone change ordinances (1985, 1993, 2002, 2004 and 20022007).

Development of Ocean Pointe/Hoakalei can proceed under the existing zoning and Unilateral Agreement. This section incorporates key policies and guidelines from the former Development Plan as well as from the <u>Ocean Pointe/Hoakalei Urban Design Plan</u>, the Special Management Area Use Permit, and the Unilateral Agreements in order to provide guidance as changes are proposed for the Urban Design Plan or the zoning.

3.8.1 GENERAL POLICIES

• Develop Hoakalei as the region's principal recreational marina destination for local residents and visitors. With over 1,100 acres located between Ewa Beach and Kalaeloa, the Ocean Pointe/Hoakalei community should be centered around a marina that should serve as a major recreational resource and visual amenity for the community. The marina should provide recreational boating opportunities, supported by boat slips, marine haul-out and other repair facilities, and a public boat ramp. The marina could also serve as a terminal for a commuter ferry to downtown Honolulu if such service is found to be feasible and if financing can be found for the improvements needed to serve such a ferry.

A recreational waterfront project (consisting of a lagoon) may be developed where the marina is located as shown on the map (Exhibit 3.5). Such a waterfront development would similarly serve as a major recreational resource, visual amenity, and economic generator for the community and is a compatible use that would not preclude the eventual development of a marina.

- Develop Ocean Pointe/Hoakalei in ways that ensure environmental compatibility of uses.
- Provide substantial public areas at Ocean Pointe/Hoakalei through shoreline and waterfront access, expansion of One-ula Beach Park, and dedication of a District Park on Fort Weaver Road.
- Develop the public waterfront promenade at Hoakalei with a hard edge and a focus on boating activity recreational water activities. Provide shoreline parks linked by pedestrian ways for public use along the entire waterway.

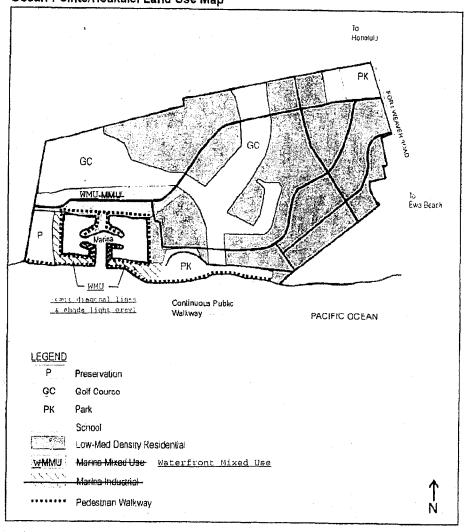
- Develop the golf course to provide a major open space and visual amenity while also providing detention basins to receive run-off from light storms.
- On the west, develop a mix of activities around the marina-basin, including
 a MarinaWaterfront Mixed Use area with resort and commercial
 development, a Medium Density Residential area, and a MarineIndustrial light industrial mixed use support area. Hoakalei is planned to
 have about 950 visitor units to support its marinawaterfront-oriented
 activities.

3.8.2 OCEAN POINTE/HOAKALEI LAND USE MAP

The Ocean Pointe/Hoakalei Land Use Map, Exhibit 3.5, illustrates conceptual land uses described above and provides a schematic view of the roadway system within Ocean Pointe/Hoakalei.

The boundaries between the golf course and the <u>Marina Waterfront</u> Mixed-Use and Low-to Medium-Density Residential areas are intended to be flexible. Integration of urban uses with the golf course area is encouraged, as long as the golf course area remains effective in retaining storm water drainage.

Exhibit 3.5
Ocean Pointe/Hoakalei Land Use Map



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'Ewa Development Plan Land Use Policies 3-40

3.8.3 GUIDELINES

The following guidelines suggest how the general policies for Ocean Pointe/Hoakalei should be implemented:

Appropriate Scale and Siting

 Minimize the visibility of large building volumes and elements from waterfront and residential areas through building envelope restrictions, site planning and landscaping.

Environmental Compatibility

- Do not develop residential and apartment units in areas that would expose residents to excessive aircraft noise.
- Since airport operations have continued at Kalaeloa, iensure land uses at Ocean Pointe/Hoakalei are compatible with airport operations and respect restrictions on development within airport approach and clear zones.
- Locate and operate uses that generate high noise levels in a way that keeps noise to an acceptable level in existing and planned residential areas.
- Design and develop the built environment to avoid adverse impacts on natural resources or processes in the coastal zone.
- To retain a sense of place, incorporate natural features of the site and utilize landscape materials that are indigenous to the area in the design of hotel and recreation areas, where feasible.

Community Integration

 Although the design of Ocean Pointe/Hoakalei may have a distinct identity and entry, link Ocean Pointe/Hoakalei with surrounding areas, such as Page 5

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Ewa Beach and Kalaeloa, by using connecting roadways, walkways, landscape and architectural design.

Urban Form

- MarinaWaterfront Light Industrial Mixed Use Develop a light industrial marinamixed use support area adjacent to the marinabasin providing facilities such as repair and storage. Building heights should generally not exceed 60 feet in this area.
- Marina Waterfront Mixed Use Develop a maritime waterfront commercial center with associated visitor units adjacent to the marina waterfront, featuring a wide public promenade with retail attractions. Hotel and apartment buildings in this area should generally not exceed 90 feet and all other buildings should generally not exceed 60 feet. Buildings with marina frontage on the interior basin should be limited to 40 feet. Buildings taller than 40 feet should be set back from the marina basin frontage.
- Medium Density Residential Area Develop a medium density
 residential area adjacent to the Marina Waterfront Mixed Use area to
 provide a transition between the mixed uses of the Marina Waterfront
 Mixed Use area and the Single Family and Low Density Residential area
 to the east. Building heights in this area should generally not exceed 60
 feet.
 - In order to minimize the visual impacts of the Medium Density
 Residential areas near the marina entrance and adjacent to One ula
 Beach Park, the developer should:
 - Maximize mauka-makai and other view corridors in the area by orienting the narrow dimension of buildings parallel to the shoreline or predominant view;

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- ☐ Maximize open space by minimizing building bulk and using extensive landscaping to create a park-like setting; and
- ☐ Provide greater setbacks and/or terraced building setback from the edge of the marina waterwaysbasin for buildings exceeding 25 feet in height.
- Single Family and Low Density Residential Area Develop a
 residential community characterized by low-rise apartments and singlefamily homes in this area. Building heights should generally not exceed
 30 feet.
 - There should be a minimum building setback of about 40 feet along the marina's basin's edge to accommodate a public waterfront promenade.
 Lesser setbacks may be permitted upon design review and approval by the Department of Planning and Permitting.
- Commercial And Marina Support Areas—Allow a small portion of the setback area to be covered by low-rise buildings to allow for boat servicing, marinaappropriate commercial uses, storage and clubhouses. The maximum building height at the setback line in commercial and marina-supportithese areas should be around 40 feet, rising one foot for each additional foot of setback to a maximum of around 60 feet in the HighMedium Density Residential area and around 90 feet in the MarinaWaterfront Mixed Use area.
- Set back all structures a minimum distance of 150 feet from the shoreline. Lesser setbacks may be permitted upon design review and approval by the Department of Planning and Permitting. The maximum building height at the setback line along the shoreline should be 40 feet, rising one foot for each additional foot of setback up to the appropriate height limit.

Natural Environment

- Retain, enhance, and protect wetlands and other wildlife habitats.
- Design the golf course to accommodate storm water runoff in a manner that maintains coastal water quality and avoids the use of concrete channels for diversion drainage. Design the waterway to accommodate the runoff of collected storm waters generated by a potential 100-year storm. Channel design should use the most effective means to provide natural flushing of its waters. Develop silting ponds mauka of the site to preserve water quality so that use of the near-shore waters for recreational purposes and aesthetic enjoyment is not limited in any way.
- Avoid the use of breakwaters or jetties at the marina entrance, in order to preserve surf sites.

Public Access

- Provide a continuous pedestrian pathway open to the public along the shoreline and along most of the marinabasin, with the exception of sections where private residential lots directly front the marinabasin.
- Provide access to the entire waterway and ocean shorelines to the public through the internal and peripheral pedestrian pathways.
- Provide public parking, restrooms, and shower facilities at regular intervals for all sandy beach areas.

Views and Vistas

Preserve and enhance views from public streets and thoroughfares to the
mountains and sea wherever possible. In particular, distant views of the
Wai-anae Range and the south coast of O-ahu toward Honolulu and
Diamond Head from the public promenade near the marina entrance
channel should be preserved.

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HASEKO DRAFT JUNE 2012

 Orient hotel and apartment facilities in relationship to the waterfront so as to preserve and maximize both mauka and makai views.

Circulation

- Design the street network to provide for a reasonably direct route through Kalaeloa to connect Ocean Pointe/Hoakalei to the City of Kapolei and Kualaka i Parkway (the former North-South Road).
- Design all major roadway corridors to provide for bus pullouts and bus shelters, bike paths, and sidewalks that are separated from the vehicular travel way by a landscape buffer.

Landscape Treatment

- Provide generous landscaping and vegetation throughout the development to promote tropical beauty and provide visual relief and a feeling of spaciousness.
- Design landscaping to provide continuity between residential, resort,
 marinawaterfront uses, commercial areas, the shoreline, golf course, and parks.
- Design landscaping to provide privacy, screening, shade, and temperature control.